

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:)	
	)	PROMESA
THE FINANCIAL OVERSIGHT AND	)	Title III
MANAGEMENT BOARD FOR PUERTO RICO,)	
)	
as representative of)	
)	
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>,	)	No. 17 BK 3283-LTS
	)	(Jointly Administered)
<u>Debtors.¹</u>)	
In re:)	
	)	PROMESA
THE FINANCIAL OVERSIGHT AND	)	Title III
MANAGEMENT BOARD FOR PUERTO RICO,)	
)	
as representative of)	
)	
THE COMMONWEALTH OF PUERTO RICO,	)	No. 17 BK 3283-LTS
)	
PUERTO RICO HIGHWAYS &	)	No. 17 BK 3567-LTS
TRANSPORTATION AUTHORITY,	)	(This Filing Relates to
	)	These Debtors)
<u>Debtor.</u>)	
PEAJE INVESTMENTS LLC,)	
	)	Adv. Proc. No. 17-151-LTS
Plaintiff,	)	in 17 BK 3567-LTS
)	
v.	)	Adv. Proc. No. 17-152-LTS
	)	in 17 BK 3283-LTS
PUERTO RICO HIGHWAYS &)	

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

TRANSPORTATION AUTHORITY, *et al.*,)
)
Defendants.²)

JOINT STATUS REPORT

Plaintiff Peaje Investments LLC (“Plaintiff”), together with Defendants the Financial Oversight and Management Board for Puerto Rico (the “FOMB”), as representative of defendants the Commonwealth of Puerto Rico (“Commonwealth”) and Puerto Rico Highways and Transportation Authority (“HTA”), Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), Hon. Pedro Pierluisi, Hon. Francisco Parés, Juan C. Blanco Urrutia, Omar J. Marrero, and Dr. Edwin E. Gonzalez Montalvo, P.E. (collectively, the “Parties”), respectfully submit this Joint Status Report in response to the Court’s February 19, 2021 Order (*available at*: Adv. Proc. No. 17-151-LTS, [Dkt. No. 315]) directing the Parties to “submit a brief joint status report further updating the Court on or before **June 18, 2021.**”

To avoid unnecessarily burdening the Court by repeating information contained in the previous joint status report filed with the Court on February 19, 2021, the Parties refer to their February 19, 2021 Joint Status Report (*available at*: Adv. Proc. No. 17-151-LTS, [Dkt. No.

² Pursuant to F. R. Bankr. P. 7025 and F. R. Civ. P. 25(d), the following automatic substitutions have been made for defendants who were sued in their former official capacities: (i) the Hon. Pedro Pierluisi, in his official capacity as Governor of Puerto Rico, was automatically substituted for Ricardo Antonio Rosselló Nevares; (ii) the Hon. Francisco Parés, in his official capacity as Secretary of Treasury of Puerto Rico, was automatically substituted for the Hon. Raúl Maldonado Gautier; (iii) Juan C. Blanco Urrutia, in his official capacity as Director of Office of Management and Budget, was automatically substituted for José Iván Marrero Rosado; (iv) Omar J. Marrero, in his official capacity as executive director of AAFAF, was automatically substituted for Christian Sobrino Vega; and (v) Dr. Edwin E. Gonzalez Montalvo, P.E., in his official capacity, was automatically substituted for Carlos Contreras Aponte as Executive Director of HTA.

314]), and by this reference, incorporate the same herein as though fully set forth.³ This Joint Status Report addresses subsequent relevant events in two matters described in the February 19, 2021 Joint Status Report: (i) the motion for partial summary judgment filed by the Commonwealth in the Commonwealth Revenue Bond Adversary Proceeding (Adv. Proc. No. 20-00005-LTS); and (ii) the appeal to the First Circuit Court of Appeals of the order denying the HTA Lift Stay Motion (*available at*: Case No. 17-03567-LTS, [Dkt. No. 921]) by Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, Financial Guaranty Insurance Company, and The Bank Of New York Mellon, as fiscal agent.

First, the May 7, 2021 deadline for the completion of limited discovery in connection with the pending partial summary judgment motions by the Commonwealth in the Commonwealth Revenue Bond Adversary Proceeding, the PRIFA Revenue Bond Adversary Proceeding (Adv. Proc. No. 20-00003-LTS) and the CCDA Revenue Bond Adversary Proceeding (Adv. Proc. No. 20-00004-LTS) was extended to June 11, 2021. See *Order Granting Motion to (I) Modify Protective Order Motion Briefing Schedule; (II) Continue Discovery Completion Date; and (III) Extend Deadline to Submit Post-Discovery Supplemental Briefing Schedule* dated May 25, 2021 (Case No. 17 BK 3283-LTS, ECF No. 16799) (the “May 25, 2021 Order.”) Pursuant to the May 25, 2021 Order, discovery regarding the motions for partial summary judgment was completed on June 11, 2021 and, in accordance with the June 11, 2021 *Order on Joint Status Report* (*available at*: Case No. 17-03283-LTS, [Dkt. No. 16962]) the

³ Capitalized terms not expressly defined herein have the same meaning as in the February 19, 2021 Joint Status Report.

parties have until June 18, 2021 to meet and confer and propose a schedule for supplemental briefing on the pending motions for partial summary judgment.

Second, on March 3, 2021, the First Circuit issued its Opinion in *Assured Guaranty Corp., et al. v. Commonwealth of Puerto Rico, et al.*, First Circuit Case No. 20-1930, affirming the Court's September 9, 2020 *Memorandum Opinion and Order Denying HTA and PRIFA Revenue Bond Stay Relief Motions* (available at: Case No. 17-03567-LTS, [Dkt. No. 921]) denying the *Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., Ambac Assurance Corporation, National Public Finance Guarantee Corporation, and Financial Guaranty Insurance Company for Relief from Automatic Stay, or, in the Alternative, Adequate Protection* relating to the Commonwealth and HTA Lift Stay Motion (available at: Case No. 17-03567-LTS, [Dkt. No. 673]).

The Parties believe the adversary proceedings that are the subject of this status report involve similar or overlapping issues with the Commonwealth Revenue Bond Adversary Proceeding and the HTA Revenue Bond Adversary Proceeding (Adv. Proc. No. 20-00007-LTS). For the sake of efficiency and judicial economy, the Parties have agreed to continue to refrain from litigating these adversary proceedings at this time. The Parties respectfully request the entry of an order directing them to report to the Court, on or before September 17, 2021, on the status of these matters and their respective positions in light of the foregoing. The Parties have agreed that, in the interim, they will not be foreclosed from taking appropriate legal action in or outside the above-captioned adversary proceedings.

Respectfully submitted this 18th day of June, 2021.

MONSERRATE SIMONET &
GIERBOLINI, LLC

DECHERT LLP

Dora L. Monserrate Peñagaricano
USDC-PR No. 212612
101 San Patricio Avenue
Maramar Plaza, Suite 1120
Guaynabo, Puerto Rico 00968
Phone: (787) 620-5300
Fax: (787) 620-5305

/s/ Allan S. Brilliant
Allan S. Brilliant (*pro hac vice*)
1095 Avenue of the Americas
New York, New York 10036

-and-

G. Eric Brunstad, Jr. (*pro hac vice*)
90 State House Square
Hartford, Connecticut 06103

Attorneys for Peaje Investments LLC

/s/ Herman D. Bauer
Hermann D. Bauer
USDC No. 215205
O'NEILL & BORGES LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918-1813
Tel: (787) 764-8181
Fax: (787) 753-8944
Email: hermann.bauer@oneillborges.com
Martin J. Bienenstock (*pro hac vice*)
Timothy W. Mungovan (*pro hac vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900
Email: mbienenstock@proskauer.com
tmungovan@proskauer.com

Michael A. Firestein (*pro hac vice*)
Lary Alan Rappaport (*pro hac vice*)
PROSKAUER ROSE LLP
2029 Century Park East
Suite 2400
Los Angeles, CA 90067-3010
Tel: (310) 557-2900
Fax: (310) 557-2193
Email: mfirestein@proskauer.com
lrappaport@proskauer.com

*Attorneys for The Financial Oversight and
Management Board for Puerto Rico, and The
Financial Oversight and Management Board
for Puerto Rico as representative of The
Commonwealth of Puerto Rico*

By: /s/ Luis C. Marini-Biaggi
Luis C. Marini-Biaggi
USDC No. 222301
Carolina Velaz-Rivero
USDC No. 300913
MARINI PIETRANTONI MUÑIZ LLC
Suite 900
250 Ave. Ponce de Leon
San Juan, PR 00918
Tel: (787) 705-2171
Fax: (787) 936-7494

By: /s/ John J. Rapisardi
John J. Rapisardi
Peter Friedman
(Admitted Pro Hac Vice)
O'MELVENY & MYERS LLP
7 Times Square
New York, NY 10036
Tel: (212) 326-2000
Fax: (212) 326-2061
Email: jrapisardi@omm.com
pfriedman@omm.com

-and-

Elizabeth L. McKeen
(Admitted Pro Hac Vice)
610 Newport Center Drive, 17th Floor
Newport Beach, CA 92660
Tel: +1-949-823-6900
Fax: +1-949-823-6994
Email: emckeen@omm.com

*Attorneys for the Puerto Rico Fiscal Agency
and Financial Advisory Authority and Omar J.
Marrero*

DOMINGO EMANUELLI HERNÁNDEZ
Secretary of Justice

By: /s/ Juan Carlos Ramírez Ortiz
Juan Carlos Ramírez Ortiz
PR-USDC No. 306507
Deputy Undersecretary in Litigation
Department of Justice
P.O. Box 9020192
San Juan, Puerto Rico 00902-0192
Tel: 787-721-2900, Ext. 1404
juramirez@justicia.pr.gov

*Attorney for Hon. Pedro Pierluisi, Hon.
Francisco Parés, and Juan C. Blanco Urrutia*

By: /s/ Raúl Castellanos
Raúl Castellanos
PR-USDC No. 214611
Development & Construction Law Group
LLC
PMB 443, Suite 112
100 Grand Paseos Boulevard
San Juan, Puerto Rico 00926
Tel: (+1) 787.403.2757
Fax: (+1) 888.500.1827
rcastellanos@devconlaw.com

*Attorney for Dr. Edwin E. González Montalvo,
P.E.*

CERTIFICATE OF SERVICE

I hereby certify that, on this same date, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notifications of such filing to all CM/ECF participants in this case.

/s/ Hermann D. Bauer
Hermann D. Bauer